

**BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA**

In the Matter of the Application of

MOBILITIE, LLC

**For a Certificate of Public Convenience and Necessity
to Provide Resold and Facilities-Based Local Exchange
and Interexchange Telecommunications Services in the
State of South Carolina, and for Flexible Regulation**

Docket No. _____

APPLICATION OF MOBILITIE, LLC

Mobilitie, LLC (“Mobilitie” or “Applicant”), by counsel, and pursuant to S.C. Code Ann. § 58-9-280, respectfully requests that the South Carolina Public Service Commission (the “Commission”) grant this Application for a Certificate of Public Convenience and Necessity to provide facilities-based and resold local exchange and interexchange telecommunications service throughout the State of South Carolina. Mobilitie also requests flexible regulation for its local exchange telecommunications services as the Commission first granted in Order No. 98-165 in Docket No. 97-467-C. Mobilitie further requests, pursuant to R. 103-601(3) of the Commission’s rules, that the Commission waive application to it of certain Commission rules, as outlined herein.

Mobilitie proposes to offer facilities-based and resold interexchange and local transport services to customers throughout the geographic territory of South Carolina. Approval of this application will promote the public interest by increasing wireless coverage and the level of telecommunications competition within South Carolina. Telecommunications carriers will be empowered to provide more efficient and reliable services at lower prices, thereby benefiting

consumers. Moreover, the provision of a wider range of telecommunications service will bolster the State's economic health.

In support of its application, Mobilitie respectfully submits as follows:

1. The name and address of the Applicant are:

Mobilitie, LLC
660 Newport Center Drive
Suite 200
Newport Beach, CA, 92660
Telephone: (949) 999-4554
Fax: (949) 719-2716

2. All correspondence, notices, inquiries, and other communications regarding this application should be addressed to:

John J. Pringle, Jr.
Ellis, Lawhorne & Sims, P.A.
1501 Main Street, 5th Floor
Columbia, SC 29201
Telephone: (803) 343-1270
Fax: (803) 799-8479
Email: jpringle@ellislawhorne.com

with copies to:

John Dodge
Davis Wright Tremaine LLP
1919 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C.
Telephone: (202) 973-4200
Fax: (202) 973-4499
Email: JohnDodge@dwt.com

3. Contact person regarding ongoing operations of the Company is:

Yvonne Schroeder de Orr
General Counsel / Senior VP
Mobilitie, LLC
660 Newport Center Drive
Suite 200
Newport Beach, CA 92660

(949) 999-5778 (tel)
(949) 274-7573 (fax)

4. Description of Applicant

Mobilitie is a limited liability company organized under the laws of the State of Nevada. Mobilitie's principal place of business is in Newport Beach, California. Mobilitie owns and operates telecommunications facilities for the provision of its "RF transport" telecommunications service. A copy of Mobilitie's Articles of Organization and Certificate of Authority to Transact Business in the State of South Carolina are attached hereto as **Exhibit A**.

5. Officers and Directors and Legal Counsel

See **Exhibit B** for a list of Mobilitie's officers, directors and legal counsel.

6. Customer Service

Mobilitie recognizes the importance of effective customer service. Customer service representatives are available from 8:00 AM to 4:59 PM Pacific Time by calling 1-877-999-7070. Messages may be left for Customer Services from 5:00 PM to 7:59 AM Pacific Time. Messages will be answered on the next business day, except in the event of an emergency which threatens customer service, in which case Customer Service Staff may be paged.

7. Financial Ability

Mobilitie possesses the financial qualifications required for issuance of the requested Certificate of Public Convenience and Necessity. As evidence of its capacity to render the proposed services, please see **Confidential Exhibit C** for Mobilitie's Balance Sheet and Statement of Operations for the years 2008-2009. Mobilitie requests that Exhibit C be afforded confidential treatment in accordance with S.C. Code Ann. § 39-8-10, *et seq.*, Commission Rule 103-804(S)(2), and Commission Order No. 2005-226 because this exhibit contains trade secrets, commercial and financial information, which, if disclosed, would result in substantial harm to

Mobilitie's competitive position. Mobilitie has filed its *Motion for Protective Treatment and Basis for Filing Exhibit C as Trade Secret* concurrent with this Application.

Mobilitie has sufficient capital on hand to commence operations in the State of South Carolina. It should also be noted that Mobilitie's business plan calls for it to provide its telecommunications services based upon direct customer demand. Under this plan, revenue from customers will be readily identified prior to any extensive outlay of capital.

8. Managerial and Technical Ability

Mobilitie is technically and managerially qualified to operate and manage its proposed telecommunications operations in South Carolina. The senior management of Mobilitie has extensive experience in the provision of telecommunications service. Biographies outlining the technical and managerial experience of Mobilitie's key personnel are provided in **Exhibit D**. These biographies reflect that Mobilitie possesses significant expertise for operating a telecommunications company. In addition to the senior management, Mobilitie has highly qualified technical personnel to ensure that Mobilitie's operations will meet demanding standards for service quality and reliability.

9. Description of Services Offered and Proposed Service Territory

Mobilitie seeks authority to provide facilities-based or resold nondominant interexchange services and non-switched local transport services (hereinafter referred to as "Services") to customers throughout the State of South Carolina. Applicant proposes to provide these Services through a combination of its own facilities and facilities to be leased from a variety of telecommunications carriers.

Mobilitie's Services will be both intrastate and interstate. Service will rely on a technical platform known as a "Distributed Antenna System," or "DAS." A DAS consists of the following:

- **Base Station Hotel:** The Base Station Hotel is the central location where all WSP Base Transceiver Station (BTS) equipment is installed. The Base Station Hotel also contains the Optical Conversion equipment.
- **Optical Conversion Equipment:** This unit converts the radio frequency ("RF") output from the BTS to an optical signal. This optical signal is then transmitted via fiber optic cable to specific Remote Node locations.
- **Remote Nodes:** Each Remote Node then converts the optical signal back to RF. This RF signal is transmitted over an omni-directional antenna which is typically mounted on a light post, bus stop or other municipality infrastructure. This broadband antenna broadcasts the signal for all WSP technologies.
- **Access Points:** A high power Access Point can be added to each Remote Node for provisioning of 802.11 data services. Data traffic is then routed to the internet through standard data equipment located in the Base Station Hotel.

Also, Mobilitie plans to provide RF or optical transport and backhaul services for voice and data service providers. Mobilitie will provide its service using transport and backhaul linked by fiber optic cables or wireless RF systems with conversion equipment attached to poles and other structures.

The services are customized to the transport and backhaul needs of individual customers. Tariffed rates will be available for all non-custom services. Initially, Mobilitie will not furnish residential or business telephone service subject to tariffed rates, although any customer may obtain such service subject to the terms and conditions stated in Mobilitie's tariffs at the time the service is offered.

10. Public Interest and Need

The granting of Mobilitie's Application is consistent with S.C. Code Ann. § 58-9-280(B), and, in that regard, Mobilitie makes the following representations to the Commission:

1. Mobilitie possesses the requisite technical, financial, and managerial resources sufficient to provide the services requested;
2. Mobilitie's services will meet service standards required by the Commission;
3. The provision of services by Mobilitie will not adversely impact the availability of affordable telecommunications service;
4. Mobilitie, to the extent it is required to do so by the Commission, will participate in the support of universally available telephone service at affordable rates; and
5. The provision of services by Mobilitie will not adversely impact the public interest.

Grant of Mobilitie's Application for a Certificate of Public Convenience and Necessity to provide the service described within this Application is in the public interest and will serve the public convenience and necessity. The public interest will be served by expanding the availability of competitive telecommunications services and enhanced telecommunications infrastructure in the State of South Carolina, thereby facilitating economic development. Authorizing Mobilitie to enter the telecommunications service market will increase the competitive choices available, and in turn create incentives for all carriers to lower prices, provide new and better quality services, and be more responsive to customer issues and demands.

Mobilitie's service allows wireless carriers to expand the coverage of wireless services with less intrusive facilities. Traditional wireless technologies have suffered from "dead spots" and bandwidth capacity limitations. Mobilitie's combination of fiber optics and lower height antennas helps wireless providers eliminate dead spots and increase bandwidth needed for emerging and future services. Mobilitie's RF transport service uses fiber optics and small, unobtrusive antennas located primarily on existing utility and/or streetlight poles. Thus, grant of Mobilitie's petition will promote the deployment of advanced telecommunications and wireless telecommunications infrastructure in the State.

11. Waivers and Regulatory Compliance

Mobilitie requests that, pursuant to Rule 103-601(3), the Commission grant it a waiver of those regulatory requirements that are inapplicable to Mobilitie's services because compliance with such rules would cause Mobilitie unusual hardship.¹ Specifically, Mobilitie requests a waiver of the following Commission Rules:

- **Rule 103-610:** requiring a utility to maintain its records in the State of South Carolina. Mobilitie is headquartered in California. As a result, it would be impractical for Mobilitie to maintain separate records in South Carolina. If the Commission determines it is necessary to review Mobilitie's books, Mobilitie will provide this information to the Commission or the Office of Regulatory Staff upon request or will bear the cost of any out-of-state travel expenses incurred by Commission or ORS staff.
- **Rule 103-611:** requiring the use of the FCC's Uniform System of Accounts (USOA). Because Mobilitie is a privately-held, competitive carrier without market power and exempt from the USOA, it would be burdensome and unnecessary to require it to comply with this Rule. Mobilitie maintains its books and records in accordance with the Generally Accepted Accounting Principles ("GAAP"), and asserts that because it utilizes GAAP, the Commission will have a reliable means by which to evaluate operations.

¹ S.C. CODE REGS. § 103-601(3) ("In any case where compliance with any of these rules and regulations introduces unusual difficulty or where circumstances indicate that a waiver of one or more rules or regulations is otherwise appropriate, such rule or regulation may be waived by the Commission upon a finding by the commission that such a waiver is not contrary to the public interest.")

Such waivers have previously been granted under similar circumstances, and Mobilitie respectfully requests that the Commission similarly grant the aforementioned waivers in the context of this Application.

12. Flexible Regulation of Local Transport Services

Mobilitie requests flexible regulation for its telecommunications services as the Commission granted in Order No. 98-165 in Docket No. 97-467-C. In the Order, the Commission determined that local tariff filings would be presumed valid upon filing, subject to the Commission's right within thirty days to institute an investigation of the tariff filing, and that any tariff filings would be subject to the same monitoring process as other similar local exchange carriers. Mobilitie submits that as a provider of non-switched, competitive local transport services, it should be subject to regulatory constraints no more stringent than those imposed in Docket No. 97-467-C. Mobilitie respectfully requests that its local transport service tariff filings be regulated pursuant to this form of flexible regulation.

CONCLUSION

This Application clearly demonstrates that Mobilitie possesses the requisite technical, financial and managerial qualifications to provide facilities-based telecommunications service throughout the State of South Carolina. Furthermore, granting this Application for a Certificate of Public Convenience and Necessity will promote the public interest, comport with the public convenience and necessity, and meet pertinent legal and regulatory requirements for such applications.

WHEREFORE, Mobilitie respectfully requests that the Commission issue it a Certificate of Public Convenience and Necessity to provide resold and facilities-based telecommunications service throughout the State of South Carolina, as proposed herein and set forth in the attached tariff. Mobilitie also requests that the Commission regulate its local exchange service in accordance with the principles and procedures established in Order No. 98-165 in Docket No. 97-467-C, grant the waivers requested herein, and grant such other relief as is just and proper.

Respectfully submitted,

MOBILITIE, LLC

s/ John J. Pringle, Jr.
John J. Pringle, Jr.
Ellis, Lawhorne & Sims, P.A.
1501 Main Street, 5th Floor
Columbia, SC 29201
(803) 343-1270
jpringle@ellislawhorne.com

John C. Dodge
Davis Wright Tremaine LLP
1919 Pennsylvania Avenue, NW
Suite 800
Washington, DC 20006
(202) 659-9750

October 20, 2010
Columbia, South Carolina

Mobilitie, LLC

SCHEDULE OF EXHIBITS

Exhibit A	Articles of Organization/ Certificate of Authority to Transact Business
Exhibit B	Mobilitie Officers, Directors and Legal Counsel
Exhibit C	Financial Information
Exhibit D	Biographies of Key Personnel
Exhibit E	Proposed Tariff
Exhibit F	Proposed Notice of Filing

EXHIBIT A

**(Articles of Organization and
Certificate of Authority to Transact Business)**

FILED # 9013-03DEAN HELLER
Secretary of State101 North Carson Street, Suite 3
Carson City, Nevada 89701-4788
(775) 684 5708**Limited-Liability
Company**
Articles of Organization
(PURSUANT TO NRS 92A.010)

Under the laws of

JUN 18 2003

IN THE OFFICE OF
Dean Heller
DEAN HELLER, SECRETARY OF STATE

Important: Read attached instructions before completing form.

**Name of Limited-
Liability Company:**

MOBILITE, LLC

**Resident Agent
Name and Street
Address:**
(must be a Nevada address
where service may be received)

NATIONAL REGISTERED AGENTS, INC. OF NV

Name

1000 E. William Street, Ste. 204, Carson City, NEVADA

Street Address

City

Dissolution Date:
OPTIONAL—see instructions

Latest date upon which the company is to dissolve (if existence is not perpetual):

Management:
(check one)Company shall be managed by ☒ Manager(s) OR ☐ Members**Names, Addresses,
of Manager(s) or
Members:**
(attach additional
pages as needed)

GARY JABARA

Name

1551 Miramar Drive, Balboa

Street Address

City

CA

State

Name

Street Address

City

State

Name

Street Address

City

State

Other Matters:
(see instructions)

Number of additional pages attached: _____

**Names, Addresses
and Signatures of
Organizer(s):**
(attach additional pages if
there are more than 2
organizers)

GARY JABARA

Name

1551 Miramar Drive, Balboa

Address

City

CA

State

Name

Address

City

State

**Certificate of
Appointment of
Resident Agent**I hereby accept appointment as Resident Agent
named limited liability company.Authorized Signature of R.A. Gary Jabara, R.A. Company

Date

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

JAN 29 2007

APPLICATION FOR A CERTIFICATE OF AUTHORITY
BY A FOREIGN LIMITED LIABILITY COMPANY
TO TRANSACT BUSINESS IN SOUTH CAROLINA

Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

TYPE OR PRINT CLEARLY WITH BLACK INK

The following Foreign Limited Liability Company applies for a Certificate of Authority to Transact Business in South Carolina in accordance with Section 33-44-1002 of the 1976 South Carolina Code of Laws, as amended.

1. The name of the foreign limited liability which complies with Section 33-44-1005 of the 1976 South Carolina Code as amended is Mobilite, LLC
2. The name of the State or Country under whose law the company is organized is Nevada
3. The street address of the Limited Liability Company's principal office is
600 Newport Center Drive, Suite 830
Street Address
Newport Beach, CA 92660
City State Zip Code
4. The address of the Limited Liability Company's current designated office in South Carolina is
Same as #5
Street Address
City State Zip Code
5. The street address of the Limited Liability Company's initial agent for service of process in South Carolina is
2 Office Park Court, Suite 103
Street Address
Columbia, SC 29223
City State Zip Code
and the name of the Limited Liability Company's agent for service of process at the address is
National Registered Agents, Inc.
Name By: *Sabrina Tillapaugh*
Signature
Sabrina Tillapaugh, Asst. Secretary
6. ☐ Check this box if the duration of the company is for a specified term, and if so, the period specified _____

070120-0214
MOBILITE, LLC

FILED: 01/29/2007

Filing Fee: \$110.00 ORIG

Mark Hammond

South Carolina Secretary of State

7. ☒ Check this box if the company is manager-managed. If so, list the names and business addresses of each manager

a. Gary B. Jabara

Name

500 Newport Center Drive, Suite 830

Business Address

Newport Beach, CA 92660

City

State

Zip Code

b. Mark Askelson

Name

500 Newport Center Drive, Suite 830

Business Address

Newport Beach, CA 92660

City

State

Zip Code

8. ☐ Check this box if one or more members of the foreign limited liability company are to be liable for the company's debt and obligation under a provision similar to Section 33-44-303(o) of the 1976 South Carolina Code of Laws, as amended.

Date 1/11/2007

Signature

Mark Askelson, Manager

Name

MEMBER
Capacity

FILING INSTRUCTIONS

1. This application must be accompanied by an original certificate of existence not more than 30 days old (or a record of similar import) authenticated by the Secretary of State or other official having custody of the Limited Liability Company records in the state or country under which it is organized.
2. File two copies of these articles, the original and either a duplicate original or a conformed copy.
3. If management of a limited liability company is vested in managers, a manager shall execute this form. If management of a limited liability company is reserved to the members, a member shall execute this form. Specify whether a member or manager is executing this form.
4. This form must be accompanied by the filing fee of \$110.00 payable to the Secretary of State.

Return to: Secretary of State
P.O. Box 11350
Columbia, SC 29211
5. The first annual report for limited liability company must be delivered to the Secretary of State between January first and April first of the calendar year after which the limited liability company was organized or the foreign company was first authorized to transact business in South Carolina. Subsequent annual reports must be delivered to the Secretary of State between January first and April first of the ensuing calendar years.

The State of South Carolina



Office of Secretary of State Mark Hammond

Certificate of Authorization

I, Mark Hammond, Secretary of State of South Carolina Hereby certify that:

MOBILITIE, LLC, A Limited Liability Company duly organized under the laws of the State of NEVADA, and issued a certificate of authority to transact business in South Carolina on January 29th, 2007, with a duration that is at will, has as of this date filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the company that it is subject to being dissolved by administrative action pursuant to section 33-44-809 of the South Carolina Code, and that the company has not filed a certificate of cancellation as of the date hereof.

Given under my Hand and the Great
Seal of the State of South Carolina this
29th day of January, 2007.


Mark Hammond, Secretary of State

EXHIBIT B

(Mobilitie Officers, Directors and Legal Counsel)

Corporate Governance

Directors, Officers, and Committees

Mobilitie, LLC

Manager

- Gary Jabara, President and Chief Executive Officer

Officers

- Vince O'Neill - Chief Financial Officer
- Gene Beall – Executive Vice President, Strategy & Services
- Christos Karmis - Executive Vice President, Acquisitions and Leasing
- Yvonne Schroeder de Orr - Senior Vice President / General Counsel
- David Lasky - Senior Vice President, Latin America
- Jordan Armitage - Controller and Vice President, Accounting and Finance
- Mark Askelson - Vice President, Investments
- Bryon Davis - Vice President, National Network Deployment
- Richard Statler – Vice President, Services
- Renee Everspaugh – Vice President, Collocation
- Kristin Steiner – Vice President, Asset Management
- Pat Tant – Vice President, Network Strategy

EXHIBIT C

(Financial Information)

**CONFIDENTIAL
AND
PROPRIETARY**

EXHIBIT D

(Biographies of Key Personnel)

MOBILITIE, LLC

Biographies of Key Personnel

Gary Jabara — *Founder, President and Chief Executive Officer*

Prior to founding Mobilitie, Gary was a Partner at Deloitte & Touche and the firm's Partner-in-Charge of Wireless Real Estate and Infrastructure. Gary leads the firm in its quest to fulfill its mission and vision of being the most innovative and open infrastructure firm in the world. While at Deloitte, Gary oversaw the negotiation of over \$10 billion of telecommunication infrastructure assets on behalf of Big Six Wireless Carriers. He also led the firm's National Practice for Capital Projects Advisory Services, and advised Global Fortune 100 firms on the efficient deployment of their capital. He has 18 years of experience in the mobile communication industry, starting with the Los Angeles Cellular Telephone Company, a McCaw Cellular/BellSouth joint venture, where he led the firm's real estate division and was responsible for all aspects of site acquisition, budgeting, engineering, and development.

Vince O'Neill – *Chief Finance Officer*

Prior to joining Mobilitie, Vince has served in a number of key finance roles for SprintNextel communications over a period of 10 years. During his tenure, Vince had performance management responsibility for Network, Technology, and IT functions, managing annual budgets of \$5bn. His roles encompassed budgeting and planning, financial and decision making analysis, identifying and driving cost reduction programs with focus on margin improvement. Prior to SprintNextel, Vince worked in the UK for a wireless provider holding various Financial and Business Planning positions. Vince is a CPA and a member of the Chartered Institute of Management Accountants. Vince is a CPA and obtained his CIMA qualification (Chartered Institute of Management Accountants) and national diploma in Accounting and Finance at a college in the Republic of Ireland.

Yvonne Schroeder de Orr — *Senior Vice President / General Counsel*

Yvonne comes to us with a rich background in real estate, commercial transactions, corporate compliance, and securities law surrounding REIT and syndication transactional work and 20 years of legal experience.

Prior to joining Mobilitie, Yvonne served as General Counsel for privately held real estate investment company that acquires, syndicates and manages \$1.5 billion in real estate where she was responsible for all legal affairs of the company. Before this she was Franchise Counsel for Yum! Brands, the world's largest quick service restaurant company. In that capacity she was primarily accountable on a national basis for all matters legally related to Taco Bell's franchisees including transactions, litigation, real estate, and compliance. Earlier in her career, Yvonne was Assistant General Counsel for Fujitsu Business Communications Systems where she was responsible for all legal aspects of the firm's commercial transactions on a national and international basis. She began her legal career at the prestigious firm of Holland & Knight in Washington DC where she was focused on federal regulatory issues. Yvonne is the Executive Officer of the Private Public Partnership for Legal Reform in Afghanistan, a group comprising of law firms and the U.S. State Department dedicated to educating Afghan lawyers on the rule of law. Yvonne has a Masters in International Law from Georgetown University, a law degree from American University, Washington College of Law, and a B.A. degree in Economics from Trinity College.

Christos Karmis — *Senior Vice President, Acquisitions and Leasing*

Christos specialized in real estate advisory services and the wireless communications industry with Deloitte Consulting before coming to Mobilitie.

While at Mobilitie, Christos has led the development and implementation of Mobilitie's customized Lease-to-Suit tower program. He currently oversees tower leasing and collocation activity on Mobilitie's wireless communication towers. While at Deloitte, Christos provided operational and network optimization strategies to several of the Big Six Wireless Carriers. In addition, he is experienced with process improvement, technology optimization, and establishing Sarbanes-Oxley-compliant financial controls for network lease administration. He has also led due

diligence projects for the sale of significant wireless communication assets. Prior to joining Deloitte, Christos was an engineer for Harris Corporation specializing in digital mapping. He holds an MBA from the Warrington School of Business at the University of Florida, a Management Certificate from Harvard University, and a Bachelor of Science in Mechanical Engineering from Clemson University.

David Lasky — *Senior Vice President, Operations and Services*

Prior to joining Mobilitie, David was Vice President at Yahoo! Inc., responsible for the quality of the paid search advertising inventory, with over 250 people under his leadership.

Before Yahoo!, David was with Deloitte Consulting, specializing in the Telecommunications sector. David managed engagements that involved financial planning for a \$2B capital expenditure program for a major wireless carrier, network equipment supply chain management optimization for a major equipment manufacturer, and wireless asset transaction process improvement for a major carrier. An operating executive with over 18 years experience in the Wireless and Internet Industries, David has specialized in strategy, marketing, business operations, technology, and finance. He comes to Mobilitie with solid operating experience in companies of various sizes as well as top-tier consulting experience with Deloitte and Arthur Andersen. David also has a broad international background with projects and/or operating experience in India, U.K., France, Spain, Finland, Ireland, Egypt, Honduras, Mexico, Chile, Korea, Taiwan, and Japan. David holds a B.A. in Economics from US Santa Cruz, an MBA from UCLA's Anderson School of Management, and is a licensed real estate broker in the state of California.

Gene Beall — *Senior Vice President, Strategy & Services*

Gene spent 13 years with McCaw Cellular/AT&T Wireless in various senior leadership roles in network engineering and operations. Prior to joining Mobilitie, Gene was Head of Services for the US Subregion at Nokia Siemens Networks.

With more than 20 years in the telecom industry, Gene has extensive leadership experience with major carriers and equipment vendors. He has managed the build-out of thousands of cell sites and deployed next generation technologies to thousands more. He has led the development and deployment of enterprise network management systems; managed a portfolio of thousands of network and office properties; led teams to create technical standards, processes, training, and documentation; and managed large capital and expense budgets. Gene holds a Bachelor of Science from Oregon State University and a Masters from the University of Washington.

Bryon Davis - *Vice President, National Network Deployment*

Bryon Davis joined us after four years with the Real Estate Strategy & Operations practice at Deloitte Consulting. At Mobilitie, he is responsible for Network Deployment.

Bryon's career focus has been in the wireless and real estate industries. Bryon initiated the West Coast tower acquisitions program early in Mobilitie's history and ran tower acquisitions with a key client for a number of years. This work included responsibility for tower related due diligence and development activity. Prior to Mobilitie, Bryon led wireless network development process improvement initiatives for large wireless carriers as well as performed cost reduction and Sarbanes-Oxley initiatives for a \$1B national wireless infrastructure spend. Bryon has lectured on the criticality of corporate infrastructure development governance through an association with Tradeline Inc., Bryon is licensed architect and has led design and construction related activities for a \$1.6B construction project as well as several multi-million dollar projects located in the Western United States. Bryon holds an MBA from Cornell University and a Bachelor of Architecture from California Polytechnic State University at San Luis Obispo.

EXHIBIT E

(Proposed Tariff)

COMPETITIVE SERVICE TARIFF OF
Mobilitie, LLC
for the provision of
TELECOMMUNICATION SERVICES
in the
STATE OF SOUTH CAROLINA

Date Issued: October 20, 2010

Date Effective:

By: Gary Jabara
Title: President and CEO
Address: 660 Newport Center Drive, Suite 200, Newport Beach, CA 92660

Section 1: General

1.1 This Tariff sets forth terms applicable to the provision of radio frequency transport services (RF Transport Services) by Mobilitie, LLC (Company). These services will be offered in South Carolina on a statewide basis. The Company will use its own facilities and, as required and where available, will purchase facilities or services for resale to Customers.

1.2 The Company's services are provided on a monthly basis unless otherwise provided, and are available twenty-four (24) hours per day, seven (7) days per week, subject to the availability of necessary service, equipment and facilities and the economic feasibility of providing such necessary service, equipment and facilities.

1.3 Title to all facilities provided by the Company under this Tariff remains in the Company's name.

1.4 A complete copy of the Company's tariff is available for public inspection at the Public Service Commission of South Carolina.

Public Service Commission of South Carolina
101 Executive Center Drive
Suite 100
Columbia, SC 29210

Section 2: Description and Availability of Service

2.1 RF Transport Services utilize optical technology, including multi-wavelength optical technology over dedicated transport facilities to provide Customers with links to radiate RF coverage. RF Transport Services connect Customer-provided wireless capacity equipment to Customer-provided or Company-provided bi-directional RF-to-optical conversion. The conversion equipment allows the Company to accept RF traffic from the Customer and then send bi-directional traffic transmission across the appropriate optical networks. At the remote end, Customer- or Company-provided RF-to-optical conversion equipment allows bi-directional conversion between optical signals and RF signals. RF signals can be received and radiated at this remote node. Hence the Company provides optical transit services for RF signals.

2.2 RF Transport Services are provided only where technology permits. The furnishing of RF Transport Services requires certain physical arrangements of equipment and facilities of the Company and other entities and is subject to the availability of such equipment and facilities and the economic feasibility of providing such necessary equipment and facilities and the RF Transport Services. Service is offered subject to the availability of the necessary facilities and/or equipment and subject to the provisions of this Tariff. The Company reserves

Date Issued: October 20, 2010

Date Effective:

By: Gary Jabara
Title: President and CEO
Address: 660 Newport Center Drive, Suite 200, Newport Beach, CA 92660

Continued Section 2: Description and Availability of Service

the right not to provide service to or from a location where the necessary facilities or equipment are not available.

Section 3: Limitations on Service

3.1 The specific limitations applicable to RF Transport Services are as follows:

- All optical services are provided on single mode optical fiber.
- Some optical services may be of a multi-wavelength nature.
- Current wireless standards limit the distance between a hub site and a remote node to 20 km.
- The optical loss between a hub site and a remote node must not exceed 18 dB.

3.2 The Company reserves the right to discontinue furnishing the service upon its written notice, when necessitated by conditions beyond its control or when the Customer is using the service in violation of the law.

Section 4: Services Pricing

4.1 RF Transport Services rates apply to service furnished to business customers. RF Transport Services are not available to residential customers. The monthly recurring rates and nonrecurring charges for RF Transport Services are as follows:

Description	Range of Fees per Segment
Nonrecurring connection charge	\$1,000 - \$15,000
Monthly recurring charge	\$1,000 - \$15,000

For purposes of this Tariff, Segment shall mean a one-way optical carrier between one (1) Customer hub site or remote node and another Customer hub site or remote node.

4.2 Customers will be billed monthly. Charges will be payable within 21 days of the billing date. Late charges will be assessed at 1-1/2% of the outstanding balance monthly.

4.3 The minimum service term for RF Transport Service is ten (10) years.

Date Issued: October 20, 2010

Date Effective:

By: Gary Jabara
Title: President and CEO
Address: 660 Newport Center Drive, Suite 200, Newport Beach, CA 92660

Section 5: Application for Service

5.1 Service may be initiated only based on a written agreement between the Company and the Customer. To initiate a service request, the Customer must provide the following information: the Customer's name; the addresses for which the Company desires to receive service; and a billing address. The service application does not itself bind either the Customer to subscribe to the service or the Company to provide the service.

5.2 Request for service under this Tariff will authorize the Company to conduct a credit search on the Customer. The Company reserves the right to refuse service on the basis of credit history, and to refuse further service due to late payment or nonpayment by the Customer. Potential customers who are denied service must be given the reason for the denial in writing within ten (10) days of service denial.

Section 6: Liability of the Company

6.1 In the event an error or omission is caused by the gross negligence of the Company, the liability of the Company shall be limited to and in no event exceed the sum of \$10,000.

6.2 The liability of the Company for damages arising out of mistakes, omissions, interruptions, delays, or errors, or defects in any of the services or facilities furnished by the Company up to and including its local loop demarcation point, including exchange, toll, private line, supplemental equipment and all other services, shall in no event exceed an amount equal to the pro rata charges to the Customer for the period during which the services or facilities are affected by the mistake, omission, interruption, delay, error or defect; provided, however, that where any mistake, omission, interruption, delay, error or defect in any one service or facility affects or diminishes the value of any other service said liability shall include such diminution, but in no event shall the liability exceed the total amount of the charges to the Customer for all services or facilities for the period affected by the mistake, omission, interruption, delay, error or defect.

6.3 Prior to initiation of Directory Services, the Company shall revise this Tariff according to the Commission's procedures to include the limits of its liability relating to errors or omissions in telephone numbers and directories.

6.4 The Company shall not be liable for errors in transmitting, receiving or delivering oral messages by telephone over the network of the Company and connecting utilities.

Date Issued: October 20, 2010

Date Effective:

By: Gary Jabara
Title: President and CEO
Address: 660 Newport Center Drive, Suite 200, Newport Beach, CA 92660

Continued Section 6: Liability of the Company

6.5 The Company shall be liable for loss or damage that may occur in the course of the employment of any messenger not to exceed twenty-times the charge for such messenger service, and shall be liable for loss or damage that may occur in the transmission of any message over its network not to exceed the amount received for sending same.

6.6 The provisions of this Section 6 do not apply to errors and omissions caused by the Company's willful misconduct, fraudulent conduct or violations of law.

Section 7: Service Exclusions and Tariff Revisions

7.1 The Company does not offer residential exchange service at this time. Prior to initiating such service, the Company will revise this Tariff according to the Commission's procedures to include rates for such service.

7.2 The Company does not offer business exchange service at this time. Prior to initiating such service, the Company will revise this Tariff according to the Commission's procedures to include rates for such service.

Date Issued: October 20, 2010

Date Effective:

By: Gary Jabara
Title: President and CEO
Address: 660 Newport Center Drive, Suite 200, Newport Beach, CA 92660

EXHIBIT F

(Proposed Notice of Filing and Hearing)

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

DOCKETING DEPARTMENT

NOTICE OF FILING AND HEARING

DOCKET NO. 2010-____-C

Mobilitie, LLC, has filed an Application with the Public Service Commission of South Carolina ("Commission"), for a Certificate of Public Convenience and Necessity to provide facilities-based and resold local exchange and interexchange telecommunications services throughout the State of South Carolina, pursuant to S.C. Code Ann. § 58-9-280 and Section 253 of the Telecommunications Act of 1996, 47 U.S.C. §253 (1996). Specifically, Mobilitie seeks authority to provide fiber optic RF transport services to telecommunications companies operating in the State of South Carolina. Applicant also requests that the Commission regulate its local exchange service in accordance with the principles established for flexible regulation by Order No. 98-165 in Docket No. 97-467-C.

A copy of the Application is on file in the offices of the Public Service Commission of South Carolina, 101 Executive Center Drive, Saluda Building, Columbia, South Carolina 29210; the Commission's website at www.psc.sc.gov, and is available through John J. Pringle, Jr., Ellis, Lawhorne & Sims, P.A. P. O. Box 2285, Columbia, SC 29202.

PLEASE TAKE NOTICE a hearing on the above matter has been scheduled to begin at _____ a.m. on _____, 2010, before Hearing Examiner _____, in the Commission's Law Library at 101 Executive Center Drive, Saluda Building, Columbia, South Carolina 29210.

Any person who wishes to participate in this matter, as a party of record with the right of cross-examination should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before _____, 2010 and indicate the amount of time required for his presentation. Please include an email address for receipt of future Commission correspondence in the Petition to Intervene. ***Please refer to Docket No. 2010 _____-C.***

Any person who wishes to testify and present evidence at the hearing, should notify the Docketing Department in writing at the address below, the Office of Regulatory Staff at Post Office Box 11263, Columbia, South Carolina 29211, and John J. Pringle, Jr., Esq. at the above address, on or before _____, 2010 and indicate the amount of time required for his presentation. ***Please refer to Docket No. 2010-____-C.***

Any person who wishes to be notified of any change in the hearing, but does not wish to present testimony or be a party of record, may do so by notifying the Docketing Department in writing at the address below on or before _____, 2010. ***Please refer to Docket No. 2010-____-C.***

PLEASE TAKE NOTICE: Any person who wishes to have his or her comments considered as part of the official record of this proceeding **MUST** present such comments, in person, to the Commission during the hearing.

Persons seeking information about the Commission's Procedures should contact the Commission at (803) 896-5100.

Public Service Commission of South Carolina
Attn: Docketing Department
Post Office Drawer 11649
Columbia, South Carolina 29211

October _____, 2010